

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

UNITED STATES OF AMERICA, ET AL.,

Plaintiffs,

v.

AMERICAN AIRLINES GROUP INC. and  
JETBLUE AIRWAYS CORPORATION,

Defendants.

Civil Action No. 1:21-cv-11558-LTS

**DECLARATION OF ELISE M. NELSON IN SUPPORT OF  
AMERICAN AIRLINES GROUP INC. AND JETBLUE AIRWAYS CORPORATION'S  
DAUBERT MOTION AND MOTION IN LIMINE CONCERNING PLAINTIFFS'  
EXPERT'S MERGER SIMULATION MODEL**

I, Elise M. Nelson, an attorney admitted to practice *pro hac vice* before the United States District Court for the District of Massachusetts, declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, as follows:

1. I am associated with the law firm of Latham and Watkins LLP, 505 Montgomery Street, Suite 2000, San Francisco, California 94111, attorneys for Defendant American Airlines Group Inc., and a member in good standing of the bar of the State of California and the District of Columbia.

2. I was admitted to appear *pro hac vice* before this Court on June 13, 2022.

3. I submit this declaration in further support of Defendants' American Airlines Group Inc. and JetBlue Airways Corporation's *Daubert* Motion and Motion In *Limine* Concerning Plaintiffs' Expert's Merger Simulation Model.

4. Attached hereto as **Exhibit A** is a true and correct copy of excerpts from the Expert Report of Nathan H. Miller, Ph.D., dated June 9, 2022.

5. Attached hereto as **Exhibit B** is a true and correct copy of an article by Gregory J. Werden, Luke M. Froeb, and David T. Scheffman, titled “A *Daubert* Discipline for Merger Simulation,” 18 ANTITRUST 89 (2004).

6. Attached hereto as **Exhibit C** is a true and correct copy of excerpts from the transcript of the Deposition of Dennis W. Carlton, Ph.D., on August 23, 2022.

7. Attached hereto as **Exhibit D** is a true and correct copy of excerpts from the transcript of the Deposition of Nathan H. Miller, Ph.D., on August 17, 2022.

8. Attached hereto as **Exhibit E** is a true and correct copy of an article by Aditi Mehta and Nathan H. Miller, titled “Choosing Appropriate Control Groups in Merger Evaluations,” published by the Swedish Competition Authority in “More Pros and Cons of Merger Control,” (Konkurrensverket, 2012).

9. Attached hereto as **Exhibit F** is a true and correct copy of excerpts from the Expert Report of Robert J. Town, Ph.D., dated June 9, 2022.

10. Attached hereto as **Exhibit G** is a true and correct copy of an article by Craig Peters, titled “Evaluating the Performance of Merger Simulation: Evidence from the U.S. Airline Industry,” 49 J. L. & ECON. 26 (2006).

11. Attached hereto as **Exhibit H** is a true and correct copy of an article by Robert Hazel, titled “Airline Capacity Discipline in the U.S. Domestic Market,” 66 J. AIR TRANSPORT MGMT. 78 (2018).

12. Attached hereto as **Exhibit I** is a true and correct copy of an article by Dennis Carlton et al., titled “Are Legacy Airline Mergers Pro- or Anti-Competitive? Evidence From Recent U.S. Airline Mergers,” 62 INT’L J. INDUS. ORG. 58 (2019).

13. Attached hereto as **Exhibit J** is a true and correct copy of an article by Huubinh B. Le, titled “An Ex Post Analysis of the US Airways/American Airlines Merger,” 11 REV. OF ECON. ANALYSIS 383 (2019).

14. Attached hereto as **Exhibit K** is a true and correct copy of an article by Somnath Das, titled “Effect of Merger on Market Price and Product Quality: American and US Airways,” 55 REV. OF INDUS. ORG. 339 (2019).

15. Attached hereto as **Exhibit L** is a true and correct copy of excerpts from the Expert Reply Report of Robert J. Town, Ph.D., dated August 8, 2022.

16. Attached hereto as **Exhibit M** is a true and correct copy of excerpts from the Expert Reply Report of Nathan H. Miller, Ph.D., dated August 8, 2022.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 2, 2022 in Aptos, CA.

/s/ Elise M. Nelson  
Elise M. Nelson

**CERTIFICATE OF SERVICE**

I hereby certify that the foregoing document, which was filed with the Court through the CM/ECF system, will be sent electronically to all registered participants as identified on the Notice of Electronic Filing. I further certify that true, unredacted versions of all exhibits referenced herein were served by electronic mail on all counsel of record on September 2, 2022.

/s/ Daniel M. Wall  
Daniel M. Wall